

# ITEL

REGISTRATION NO. 14594-A  
FILED 1425

January 9, 1986

FEB 11 1986 - 2 23 PM

Itel Rail Corporation

55 Francisco Street  
San Francisco, California 94133  
(415) 984-4000

INTERSTATE COMMERCE COMMISSION

Honorable James H. Bayne, Secretary  
Interstate Commerce Commission  
Washington, DC 20423

Dear Mr. Bayne:

\$10.00 filing fee

Pursuant to 49 USC Section 11303(a) and the Interstate Commerce Commission's rules and regulations thereunder, I enclose herewith on behalf of Itel Rail Corporation, for filing and recordation under the Lease Agreement dated as of October 15, 1984 between Itel Rail Corporation and Apalachicola Northern Railroad Company which was filed with the ICC on March 13, 1985 and given ICC Recordation No. 14594, four (4) counterparts of the following document:

Amendment No. 1, dated January 8, 1986, to the Lease Agreement, dated October 15, 1984, between Itel Rail Corporation and Apalachicola Northern Railroad Company

The names and addresses of the parties to the aforementioned are:

1. Itel Rail Corporation (Lessor)  
55 Francisco Street, 5th floor  
San Francisco, California 94133
2. Apalachicola Northern Railroad Company (Lessee)  
300 First Street  
Port St. Joe, Florida 32456

The equipment covered by this Amendment is one hundred (100) fifty-foot, general purpose, XM boxcars bearing reporting marks AN 2001-2061 and AN 2063-2101, ~~and AN 2062-2101~~

Also enclosed is a check in the amount of \$10.00 for the required recording fee.

Please stamp all counterparts of the enclosed Amendment with your official recording stamp. Please retain one (1) counterpart for your files and return the remaining three (3) counterparts to the bearer of this document.

Sincerely,

*Denise M. Bottarini*Denise M. Bottarini  
Senior Legal AssistantDMB:ps  
Enclosurescc: Robert S. Clark  
J. Michael Kelly  
Ginny Hanger

6 042A027

No. FEB 11 1986

Date

Fee \$ 10.00

ICC Washington, D.C.

*This one is 14594-A**Counterparts to A.H. Hansen*

12/10/85

RECORDATION NO. 14594-A Filed 1426

FEB 11 1986 -2 22 PM

AMENDMENT NO. 1

INTERSTATE COMMERCE COMMISSION

THIS AMENDMENT NO. 1 (the "Amendment") to that certain Lease Agreement dated as of October 15, 1984 (the "Agreement") between ITEL RAIL CORPORATION ("Lessor") and APALACHICOLA NORTHERN RAILROAD COMPANY ("Lessee") is made as of this 8th day of January, 1986 between Lessor and Lessee.

## RECITALS:

- A. Lessor and Lessee are parties to the Agreement pursuant to which one hundred (100) boxcars bearing the reporting marks AN 2001-2100 have been leased by Lessor to Lessee.
- B. The boxcar bearing the reporting marks AN 2062 was destroyed on June 17, 1985.
- C. Lessor and Lessee desire to replace the destroyed boxcar.

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained, the parties hereto agree to amend the Agreement as follows:

- 1. All terms defined in the Agreement shall have the meanings defined therein when used in this Amendment.
- 2. Equipment Schedule No. 1 attached to the Agreement is hereby replaced by Equipment Schedule No. 1A attached hereto.
- 3. Except as expressly modified by this Amendment, all terms and provisions of the Agreement shall remain in full force and effect.
- 4. This Amendment may be executed by the parties hereto in any number of counterparts and all such counterparts taken together shall be deemed to constitute one and the same instrument.

ITEL RAIL CORPORATION

APALACHICOLA NORTHERN  
RAILROAD COMPANYBy: AD HayesBy: [Signature]Title: PresidentTitle: Executive Vice PresidentDate: January 8, 1986Date: December 18, 1985

ASSIGNED TO FIRST SECURITY BANK  
OF UTAH, N.A., TRUSTEE, UNDER  
A LEASE ASSIGNMENT DATED  
AS OF January 8, 1986

192:43545

LESSOR'S INTEREST ASSIGNED TO  
FIRST SECURITY BANK OF  
UTAH, N.A., WITH RESPECT TO  
CARS NUMBERED AN 2101

STATE OF CALIFORNIA       )  
                                  ) ss:  
COUNTY OF SAN FRANCISCO )

On this 8th day of January, 198<sup>6</sup>~~5~~, before me personally appeared Desmond P. Hayes, to me personally known, who being by me duly sworn says that such person is President of ITEL Rail Corporation, that the foregoing Amendment No. 1 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Ginny E. Hanger  
Notary Public

STATE OF Florida       )  
                                  ) ss:  
COUNTY OF Gulf       )

On this 18th day of December, 1985, before me personally appeared B. R. Gibson, Jr., to me personally known, who being by me duly sworn says that such person is Executive Vice President of Apalachicola Northern Railroad Company, that the foregoing Amendment No. 1 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Beverly Pitts  
Notary Public

A circular notary seal for Beverly Pitts. The outer ring contains the text "STATE OF FLORIDA" at the top and "NOTARY PUBLIC" at the bottom. The center of the seal contains the name "BEVERLY PITTS".

MY COMMISSION EXP. MAR. 12, 1989

EQUIPMENT SCHEDULE NO. 1.A

Itel Rail Corporation hereby leases the following Cars to Apalachicola Northern Railroad Company subject to the terms and conditions of that certain Lease Agreement dated as of October 15, 1984.

A.A.R. Mech. Desig.	Description	Numbers	Length	Dimensions		Height	Doors Width	No. of Cars
				Inside Width				
XM	50' General Purpose Boxcar, Plate B, end of car cushioning, nailable steel floor	AN 2001-2061, 2063-2100	50'6"	9'6"		10'7"	10' Sliding	99
XM	50' General Purpose Boxcar, Plate B, end of car cushioning, nailable steel floor	AN 2101	50'	9'6"		10'8"	10' Sliding	1

ITEL RAIL CORPORATION

By: 

Title: President

Date: January 8, 1986

APALACHICOLA NORTHERN  
RAILROAD COMPANY

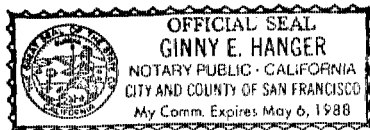
By: 

Title: Executive Vice President

Date: December 18, 1985

STATE OF CALIFORNIA       )  
                                      ) ss:  
COUNTY OF SAN FRANCISCO )

On this 8th day of January, 1985, before me personally appeared Desmond P. Hayes, to me personally known, who being by me duly sworn says that such person is President of Itel Rail Corporation, that the foregoing Equipment Schedule No. 1.A was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Ginny E. Hanger  
Notary Public

STATE OF Florida       )  
                                      ) ss:  
COUNTY OF Gulf        )

On this 18th day of December, 1985, before me personally appeared B. R. Gibson, Jr., to me personally known, who being by me duly sworn says that such person is Executive Vice President of Apalachicola Northern Railroad Company, that the foregoing Equipment Schedule No. 1.A was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Beverly H. Pitts  
Notary Public

